

Form 6-5

COURT FILE NUMBER QB No. 1884 of 2019
COURT OF QUEEN'S BENCH FOR SASKATCHEWAN
IN BANKRUPTCY AND INSOLVENCY
JUDICIAL CENTRE SASKATOON
APPLICANT S3 MANUFACTURING INC
RESPONDENT ALVAREZ & MARSHAL CANADA INC.

**IN THE MATTER OF THE *COMPANIE'S CREDITORS ARRANGEMENT ACT*, rsc 1985, C c-36,
AS AMENDED (the "CCAA" or the "Act")
AND
IN THE MATTER OF A PROPOSED PLAN OF ARRANGEMENT FOR THE CREDITORS OF
101098672 SASKATCHEWAN LTD., MORRIS INDUSTRIES LTD., MORRIS SALES AND
SERVICE LTD., CONTOUR REALTY INC., and MORRIS INDUSTRIES (USA INC.ORIGINATING
APPLICATION**

NOTICE TO THE RESPONDENT(S)

This application is made against you. You are a respondent.

You have the right to state your side of this matter before the Court. To do so, you must be in Court when the application is heard as shown below:

Where The Court of Queen's Bench, Saskatoon
520 Spadina Crescent East
Date To Be Determined
Time To Be Determined

Go to the end of this document to see what you can do and when you must do it.

PARTICULARS OF APPLICATION

1. The applicant seeks the following remedy or order: That the Notice of Revision or Disallowance provided by Alvarez & Marshal Canada Inc. on February 20th, 2020 revising the S3 Manufacturing Claim from \$95,829.00 to \$32,949 be overturned, and an Order be made that the full amount claimed be paid to S3 Manufacturing.
2. In the alternative an Order that Morris Industries LTD. Pay damages based on refusal to accept two shipments from S3 Manufacturing in the amount of \$42,440, in addition to the \$32,949 approved by the Monitor in their February 20th, 2020 communication.

3. The applicant's grounds for making this application are the court's broad general powers under the *Act* in s. 11, and paragraph 18 of the Honourable Mr. Justice R.S. Smith's Claims Process Order of January 16th, 2020 as extended by the Monitor and pursuant to Rule 6-5 of the QB Rules

4. The Material Facts are:
 - a. Morris Industries provided a Purchase Order to S3 Manufacturing requesting the production and delivery of three orders.
 - b. S3 ordered the materials it required to fulfil the Order.
 - c. The first order was completed and delivered on time. Payment for the 1st order was never received.
 - d. The second order was completed, and delivery was held temporarily as payment options were discussed.
 - e. The third order had the materials on hand but was not completed, awaiting confirmation of a payment plan.
 - f. The second and third order consist of final materials and input materials that have minimal resale or scrap value.
 - g. The second and third order can both be completed and shipped to Morris Industries expeditiously pending the court's determination.
 - h. S3 completed and submitted a Proof of Claim. It was revised by the Monitor to reflect only payment for the first shipment and indicated that the second and third would not be paid for because Morris does not intend to purchase the items.

5. In support of this application, the applicant relies on the following material or evidence:
 - a. The Affidavit of Al Marques, sworn March 24th, 2020
 - b. Any other material counsel may suggest and the court may allow.

DATED at Regina Saskatchewan, this 24th day of March, 2020.



(signature)

This notice is issued at the above-noted judicial centre on the _____ day of March, 2020 .



Local Registrar

NOTICE

You are named as a respondent because you have made or are expected to make an adverse claim with respect to this originating application. If you do not come to Court either in person or by your lawyer, the Court may make an order declaring you and all persons claiming under you to be barred from taking any further proceedings against the applicant(s) and against all persons claiming under the applicant(s). You will be bound by any order the Court makes. If you want to take part in the application, you or your lawyer must attend in Court on the date and at the time shown at the beginning of this form.

The rules require that a party moving or opposing an originating application must serve any brief of written argument on each of the other parties and file it at least 3 days before the date scheduled for hearing the originating application.

If you intend to rely on an affidavit or other evidence when the originating application is heard or considered, you must serve a copy of the affidavit and other evidence on the originating applicant at least 10 days before the originating application is to be heard or considered.

CONTACT INFORMATION AND ADDRESS FOR SERVICE

GERRAND RATH JOHNSON LLP
Barristers and Solicitors,
700 – 1914 Hamilton Street,
Regina, Saskatchewan S4P 3N6

whose address for services is as above.

Lawyer in Charge of File: Russ Hart
Telephone: 306-522-3030
Facsimile: 306-522-3555